

CERTIFIED COPY OF RESOLUTION OF THE BOARD OF DIRECTORS
OF PRORAMA, INC.
AUTHORIZING THE FILING OF A PETITION UNDER
CHAPTER 11 OF THE BANKRUPTCY CODE

"RESOLVED: whereas the assets of the corporation are less in value than the amount of its total liabilities; the corporation is unable to meet its obligations as they mature; and

WHEREAS it is apparent that the business of the corporation cannot be operated profitably and that a continuation of the business of the corporation will result in certain creditors receiving preferences, and in a substantial dissipation of the assets of the corporation. Now, therefore,

BE it resolved that a Petition under Chapter 11 of the Bankruptcy Code be filed by the corporation and that SIGFREDO ORAMA GONZALEZ is and hereby is authorized to execute on behalf of the Corporation all instruments and pleadings required by law for the purpose of the filing of the petition under Chapter 11 of the Bankruptcy Code and be it further resolved,

THE PRORAMA, INC., be and hereby is authorized to pay unto the Clerk of the Bankruptcy Court all necessary filing fees required by law, and, be it further resolved,


THAT MODESTO BIGAS MENDEZ, Attorney at Law, be employed to act as counsel for the corporation in such bankruptcy proceedings."

THE undersigned hereby certifies that Mr. Sigfredo Orama Gonzalez is the Secretary of the Corporation and has in his possession the corporate records of said corporation; that the above is a true and correct copy of a Resolution adopted by the Board of Directors of said corporation at a duly constituted meeting held on July 27, 2010 in accordance with its corporate regulations; that a quorum was present at said meeting; that the said resolution has not been revoked, modified, annulled, or amended in any manner whatsoever.

IN witness whereof, I have hereunto set my hand and affixed the seal of said corporation, this th day of July 2010.

I, MARCELINO ORAMA TORRES, of legal age, married, Secretary of PRORAMA, INC., a resident of Utuado, Puerto Rico, do hereby solemn oath that the statements contained in the foregoing document are true according to the best of my knowledge and belief. In , Puerto Rico, this th day of , 2010.




MARCELINO ORAMA MORALES
SECRETARY OF THE CORPORATION

AFFIDAVIT NUMBER: 2564

SUBSCRIBED AND SWORN to before me this 30th day of July, 2010, by Marcelino Orama Morales of legal age, married, Secretary of Utuado, Puerto Rico, to me personally known, on this same date, I Attest:.




NOTARY PUBLIC